

Michael Luskin  
Richard Stern  
Alex Talesnick  
LUSKIN, STERN & EISLER LLP  
Eleven Times Square  
New York, New York 10036  
Tel.: (212) 597-8200  
Fax: (212) 974-3205

*Counsel for the Senior Lenders*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 11
	)	
REPUBLIC METALS REFINING	)	Case No. 18-13359 (SHL)
CORPORATION, <i>et al.</i> , <sup>1</sup>	)	
	)	(Jointly Administered)
Debtors.	)	
	)	

**INITIAL DISCLOSURES OF THE SENIOR LENDERS PURSUANT TO FRCP 26(A)(1)**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Republic Metals Refining Corporation, 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194), Republic Metals Corporation, 12900 NW 38th Avenue, Miami, FL 33054 (4378), Republic Carbon Company, LLC, 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833), Republic High Tech Metals, LLC, 13001 NW 38th Avenue, Miami, FL 33054 (6102), RMC Diamonds, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (1507), RMC2, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (4696), J & L Republic LLC, 12900 NW 38th Avenue, Miami, FL 33054 (7604), R & R Metals, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (7848), Republic Metals Trading (Shanghai) Co., Ltd., 276 Ningbo Road, Huangpu District, Shanghai, P.R. 200001 China (1639) and Republic Trans Mexico Metals, S.R.L., Francisco I. Madero No. 55 Piso 5, Local 409, Centro Joyero Edificio Central, Delegación Cuauhtémoc, Mexico DF 6000 (2942).

Pursuant to Federal Rule of Civil Procedure 26(a)(1), made applicable to this proceeding pursuant to Federal Rule of Bankruptcy Procedure 7026, Coöperatieve Rabobank U.A., New York Branch, Brown Brothers Harriman & Co., Bank Hapoalim B.M., Mitsubishi International Corporation, ICBC Standard Bank Plc, Techemet Metal Trading LLC, Woodforest National Bank and Bank Leumi USA (collectively, the “Senior Lenders”), by and through their undersigned counsel, provide the following initial disclosures in accordance with the Court’s *Order Approving Uniform Procedures for Resolution of Ownership Disputes* (as amended, the “Procedures Order”)<sup>2</sup> [Docket Nos. 395 and 677]:

1. Pursuant to Fed. R. Civ. P. 26(a)(1)(i), the Senior Lenders state that the following individuals and entities potentially have discoverable information the Senior Lenders may use to support their claims or defenses, unless solely for impeachment:

Name	Contact Information	Subject Matter
Current and former representatives of the Senior Lenders	c/o Luskin, Stern & Eisler LLP Eleven Times Square New York, New York 10036 Attention: Michael Luskin Alex Talesnick Telephone: (212) 597-8200	Information concerning the subjects listed under the section titled “ <u>Senior Lenders</u> ” in Paragraph 3(a) of the Procedures Order.
Current and former representatives of ICBC Standard Bank Plc	c/o Luskin, Stern & Eisler LLP Eleven Times Square New York, New York 10036 Attention: Michael Luskin Alex Talesnick Telephone: (212) 597-8200	Information concerning the Debtors’ “Loco London” Clearing Account.

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<sup>2</sup> All capitalized terms used but not defined herein have the meaning ascribed to such terms in the Procedures Order.

Name	Contact Information	Subject Matter
Current and former representatives of the Debtors and affiliated entities, including, without limitation, Jason Rubin, David Comite and Alan Silverstein	<p>c/o Akerman LLP 2001 Ross Avenue Suite 3600 Dallas, Texas 75201 Attention: John E. Mitchell Yelena Archiyan Telephone: (214) 720-4300</p> <p>98 Southeast Seventh Street Suite 1100 Miami, Florida 33131 Attention: Andrea S. Hartley Joanne Gelfand Katherine C. Fackler Telephone: (305) 374-5600</p>	Information concerning the subjects listed under the section titled “ <b><u>Debtors</u></b> ” in Paragraph 3(a) of the Procedures Order.
Current representatives of Paladin Management Group, LLC, as financial advisors to the Debtors, including, without limitation, Scott Avila, in his capacity as Chief Restructuring Officer of the Debtors	<p>c/o Akerman LLP 2001 Ross Avenue Suite 3600 Dallas, Texas 75201 Attention: John E. Mitchell Yelena Archiyan Telephone: (214) 720-4300</p> <p>98 Southeast Seventh Street Suite 1100 Miami, Florida 33131 Attention: Andrea S. Hartley Joanne Gelfand Katherine C. Fackler Telephone: (305) 374-5600</p>	Information concerning the subjects listed under the section titled “ <b><u>Debtors</u></b> ” in Paragraph 3(a) of the Procedures Order.
Current and former representatives of EisnerAmper LLP, as accountants to the Debtors	111 Wood Avenue South Iselin, New Jersey 08830 Telephone: (732) 243-700	Information concerning the Debtors’ inventory, transactions with Customers and other bookkeeping records.
Current and former representatives of Crowe Horwath LLP, as accountants to the Debtors	1395 Brickell Avenue Suite 1150 Miami, Florida 33131 Telephone: (786) 534-0250	Information concerning the Debtors’ inventory, transactions with Customers and other bookkeeping records.

Name	Contact Information	Subject Matter
Current and former representatives of Maria I. Machado, P.A., as accountants to the Debtors	901 Ponce de Leon Boulevard Suite 500 Coral Gables, Florida 33134 Telephone: (305) 448-6622	Information concerning the Debtors' inventory, transactions with Customers and other bookkeeping records.
Current and former representatives of the Customers	Contact information unknown	Information concerning the subjects listed under the section titled " <b>Customers</b> " in Paragraph 3(a) of the Procedures Order.

The Senior Lenders specifically reserve the right to amend this disclosure.

2. Pursuant to Fed. R. Civ. P. 26(a)(1)(ii), the Senior Lenders state that they have commenced the process of identifying and gathering documents, tangible things and electronically stored information that is in their possession, custody or control and that they may use to support their claims and defenses, unless solely for impeachment. Copies of such documents, things and information have been produced to the Debtors, the Creditors' Committee and the Customers through the Debtors' electronic discovery vendor pursuant to the Procedures Order and can also be made available at the offices of Luskin, Stern & Eisler LLP, Eleven Times Square, New York, New York 10036, upon a proper request and at a time to be mutually determined. The following is a general description of categories of such documents:

- Documents relating to the Debtors' contention that the Assets belong to the Debtors' bankruptcy estates and not to the Customers.
- Documents relating to the Senior Lenders' security interests in and liens on the Assets, including, without limitation, loan documents, amendments, intercreditor agreements, forbearance agreements, UCC-1 filings and related lien perfection documents.
- Loan and servicing records.
- Documents relating to the Senior Lenders' assertions in the *Omnibus Response of the Senior Lenders to Customer Statements Pursuant to Order Approving Uniform Procedures For Resolution of Ownership Disputes* [Docket No. 637].

The Senior Lenders specifically reserve the right to amend this disclosure.

3. Pursuant to Fed. R. Civ. P. 26(a)(1)(iii), the Senior Lenders state that they are not seeking damages in this proceeding at this time.

4. Pursuant to Fed. R. Civ. P. 26(a)(1)(iv), the Senior Lenders state that they are not aware of any insurance agreement under which an insurance business may be liable to satisfy all or part of a possible judgment in this proceeding or to indemnify or reimburse for payments made to satisfy a judgment in this proceeding.

5. Discovery is in its early stages, and the Senior Lenders' investigation of relevant facts is ongoing. The Senior Lenders base these initial disclosures on information reasonably available to them at this time and reserve the right to amend or supplement their disclosures of witnesses and documents that may be relevant to this case. This disclosure is made without waiver of (1) any attorney-client, work product, or other privilege which may apply to certain specific documents contained in the general categories of documents identified above, (2) any objections on relevance or other grounds the Senior Lenders may have to production and/or introduction in evidence of any documents identified in this disclosure or (3) the protection afforded trade secrets and other confidential business information contained in certain of the above-referenced documents.

Dated: New York, New York  
March 11, 2019

Respectfully submitted,

LUSKIN, STERN & EISLER LLP

/s/ Michael Luskin

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Michael Luskin

Richard Stern

Alex Talesnick

Eleven Times Square

New York, New York 10036

Telephone: (212) 597-8200

Facsimile: (212) 974-3205

E-Mail: luskin@lsellp.com

E-Mail: stern@lsellp.com

E-Mail: talesnick@lsellp.com

*Counsel for the Senior Lenders*

**CERTIFICATE OF SERVICE**

I hereby certify that on this 11th day of March, 2019, I caused a true and correct copy of the foregoing *Initial Disclosures of the Senior Lenders Pursuant to FRCP 26(A)(1)* to be filed and served through ECF notification upon all parties who receive notice in this matter pursuant to the Court's ECF filing system.

/s/ Michael Luskin

Michael Luskin